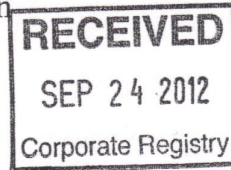


The Societies Act
Objectives of the Edmonton Goan Association

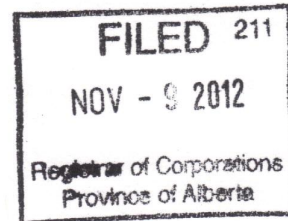


Special Resolution

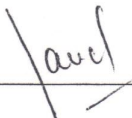
I hereby certify that the following special resolution was passed at a meeting of the members of the Edmonton Goan Association on June 10, 2012.

The objectives were changed as follows:

- The existing objectives under Section 2 have been repealed.
- They are replaced by the attached objectives in Section 2.



Date: 05 SEPTEMBER 2012

Signature: 

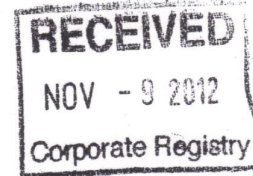
Printed Name: JANET PAUL

Title: PRESIDENT

The Societies Act

Objectives of the Edmonton Goan Association

Objectives:



1. The name of the Society is "Edmonton Goan Association"
2. The objective of this Society shall be:
 - a. To maintain an association of Goans and well-wishers of Goa, dedicated to preserving and fostering a better understanding of Goan culture and tradition, and to promote social, cultural, recreational and educational activities for the welfare of the Members of the Society
 - b. To acquire lands, by purchase or otherwise, erect or otherwise provide a building or buildings for the purpose of achieving of the Society's objectives.
 - c. To provide a meeting place for the consideration and discussion of matters affecting the interests of the Society.
 - d. To provide all necessary equipment for carrying out the activities of the Society.
 - e. To sell, manage, lease, mortgage, dispose of, or otherwise deal with the property of the Society
 - f. To share the Goan culture with other communities through participation in multi-cultural activities, and to cooperate with and support other cultural associations with similar objectives
 - g. To encourage Members, particularly youth to pursue an interest in the affairs of the Society through sports and other cultural activities.
3. The operations of the Society are to be chiefly carried on in Edmonton in the Province of Alberta.

Dbaudit74star

Edmonton Goan Association
Box 68059, 70 Bonnie Doon Mall
Edmonton, AB T6C 4N6

The Societies Act
By-laws of the Edmonton Goan Association

Special Resolution

I hereby certify that the following special resolution was passed at a meeting of the members of the Edmonton Goan Association on June 10, 2012.

The by-laws were changed as follows:

- The existing by-laws are repealed.
- They are replaced by the attached by-laws Article I to Article XIV

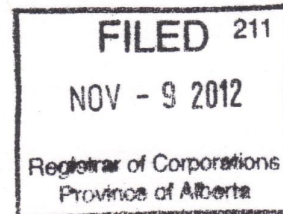


Date 05 SEPTEMBER 2012

Signature *Janet*

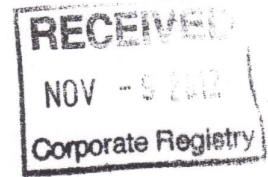
Printed Name JANET PAUL

Title PRESIDENT



The Societies Act

By-laws of the Edmonton Goan Association



By-laws:

Article I – Interpretation

- 1.01. "Society" shall mean "Edmonton Goan Association", except where the context otherwise requires.
- 1.02. "Members" shall mean "members" of the Society as set forth in Article II, Section 2.01, paragraphs A, B, C, and D.
- 1.03. "Special Resolution" shall mean resolution passed by a majority of not less than three-quarters of the members entitled to vote and are present in person at a Special Meeting called in accordance herewith.
- 1.04. "Goan" shall mean any person whose ethnic origin can be traced to Goa, or the spouse of such a person.
- 1.05. "Non-Goan" shall mean any person not covered by the definition of "Goan" as in Section 1.04.

Article II – Membership

- 2.01. Membership in the Society shall be comprised of the following categories:
 - A. Regular Members – Any Goan (18 years and over) shall be eligible for membership in the Society as a 'Regular Member'.
 - B. Senior Members – Goans and non-Goans 65 years and over shall be eligible for membership in the Society as a 'Senior Member'.
 - C. Junior Members – Any child under 18 years of age shall be eligible for membership in the Society as a 'Junior Member'.
 - D. Associate Members – Any non-Goan person, 18 years of age and over, interested in associating with Members of the Society and who support the purpose of the Society, shall be eligible for membership in the Society as an 'Associate Member'.
- 2.02. Application for membership shall be made using the prescribed form and submitting it to the Executive Board for approval. Each application shall be proposed and endorsed by any two Members in good standing with voting rights.
- 2.03. Each application shall be accompanied by an entrance fee and an annual membership fee in force at the time, which monies shall be refunded if the Executive Board does not approve the application. Any Junior Member may apply for membership as a Regular Member on attaining 18 years of age, without an entrance fee. Any Non-Goan Junior Member may apply for membership as an Associate Member on attaining 18 years of

age, without an entrance fee. Any Member, on attaining 65 years of age, may apply for membership as a Senior Member, without an entrance fee.

Article III – Rights of Members

- 3.01. Nominations and elections to positions of Officers of the Society and the right to vote shall be restricted to Members in Article II – Section 2.01 paragraph A, and Goans in Paragraph B.
- 3.02. Any Member shall continue to remain in good standing upon annual renewal of membership and payment of dues. If any Member is in arrears of payment for at least one year, he/she will be considered as a non-member and may apply for reinstatement as a new member, subject to any entrance fee approved by the Executive Board.
- 3.03. Any Member wishing to withdraw from membership of the Society may do so upon written notice to the Executive Board.
- 3.04. Any Member, upon two-thirds vote of Members in good standing present at an Annual General Meeting or Special Meeting called for the purpose, may be expelled from membership for any cause which the Society may deem reasonable.

Article IV – Duties of a Member

- 4.01. To pay dues as prescribed on or before the due date thereof.
- 4.02. To attend all meetings of the Society.
- 4.03. To the best of his/her ability, and willingly, to perform all duties or tasks assigned.
- 4.04. To take part, if possible, in all functions and activities of the Society.
- 4.05. To act at all times in such manner as not to bring himself/herself or the Society disrepute or discredit.
- 4.06. To notify the General Secretary of the Society of any change in contact information.

Article V – Dues

- 5.01. The dues for any Member defined in Article II, Section 2.01 shall be such amount or amounts as may be fixed from time to time at the Annual General Meeting.
- 5.02. No cancellation or refund of dues shall be made if any Member ceases to be a Member before the close of the fiscal year.
- 5.03. In the event that, in any particular year, no Executive Board is elected under Article VI – Section 6.02 and a Caretaker Board is appointed under Article VII, Section 7.07, no dues will be collected in that year and all Members in good standing will continue to remain in good standing until such time a new Executive Board is elected.

Article VI – Officers and Executive Board

- 6.01. The Society shall not appoint Directors. Instead, four members of the Society in good standing and having the right to vote shall be elected as Officers of the Society and designated as follows: President, Vice-President, General Secretary, and Treasurer.
- 6.02. The Officers of the Society, subject to 3.01, shall be elected by show of hands, or if contested, by ballot at the Annual General Meeting each year to serve for one year. They may be re-elected for one additional term. No Officer may be elected to the same office for more than two consecutive terms. They may be elected to some other office, but not to the same one.
- 6.03. Six Members, excluding Junior Members, shall be elected annually from the active membership of the Society. These six Members, together with the Officers of the Society, shall constitute the Executive Board. These six Members shall be elected as Social Secretary, Sports Secretary, Publicity Secretary, Youth Coordinator and two Board Members and they shall meet with the Officers of the Society to formulate plans and all activities of the Society. They shall be elected by show of hands, or if contested, by ballot at the Annual General Meeting each year to serve for one year.
- 6.04. In the event that positions on the Executive Board are not filled by election at the Annual General Meeting, or become vacant, they may be filled by appointment by the Officers of the Society during their term. Such Executive Board Members will serve only until the next Annual General Meeting.

Article VII – Duties of Officers

- 7.01. The President shall preside at all meetings at which he/she is President, shall exercise general supervision over the affairs and activities of the Society in accordance with the By-laws of the Society and shall serve as member ex-officio on all committees. If the President desires to participate in debates, he/she may turn over the Chair to the Vice-President or such Officer, as he/she shall select.
- 7.02. The Vice-President shall assume the duties of the President during his/her absence and shall serve as member ex-officio on all committees.
- 7.03. The General Secretary shall attend all meetings of the Society and of the Board and shall keep accurate minutes of the same. The General Secretary shall have charge of all correspondence of the Society and be under the direction of the President of the Board. The General Secretary shall also keep a record of all the Members of the Society and their contact information and send all notices two weeks in advance of the various meetings and agenda as required. The General Secretary shall ensure that the Annual Return, as presented at the Annual General Meeting, is submitted to the Registrar's Office, as required under the Societies Act. In case of the absence of the General Secretary, his/her duties shall be performed by an Officer of the Society as appointed by the Executive Board.

- 7.04. The Treasurer shall receive all Society funds and deposit them in a bank selected or approved by the Society. He/she shall properly account for the funds of the Society and keep such books as may be required. He/she shall present a detailed account of receipts and disbursements to the Executive Board whenever requested and shall prepare for submission to the Annual General Meeting a statement duly audited as hereinafter set forth and submit a copy of the same to the General Secretary for the records of the Society. All disbursements shall be signed by any two of the four Officers of the Society.
- 7.05. Auditing of the books, accounts, and records shall be performed at least once each year by two voting Members of the Society elected for the purpose at the Annual General Meeting. These Auditors may be re-elected for not more than two consecutive terms.
- 7.06. For all accounting purposes, the fiscal year shall be from January 1st to December 31st each year.
- 7.07. In the event of no quorum present at the Annual General Meeting as mentioned in Article IX, Section 9.04, no nominations forthcoming from the Executive Board or the floor as mentioned in Article IX, Section 9.08, or no acceptances from nominees, the previous year's President and Treasurer shall act as a Caretaker Board, retaining the duties as defined in Article VII, Sections 7.01 and 7.04. These duties include the ability to host any event(s) that meets the Society's objectives, at their discretion.
- 7.08. The term of the Caretaker Board will be for one year. The Caretaker Board may call for a Special Meeting of the Members at any time before term expiry, to elect new Officers of the Society, and an Executive Board.
- 7.09. The Auditors elected at the previous Annual General Meeting may continue with a Caretaker Board, or new Auditors may be elected to replace them.
- 7.10. Any Officer of the Society, upon two-thirds vote of Members present at an Annual General Meeting or Special Meeting called for the purpose, subject to his/her written explanation, may be requested to, immediately, either resign from his/her position, or, if warranted in the circumstances, be expelled from membership of the Society, for failure to fulfill his/her duties and obligations as described in this Article or for any other cause the Society may deem reasonable.

Article VIII – Powers and Proceedings of the Executive Board

- 8.01. The Executive Board shall conduct all business of the Society at meetings as required, and called for by the President.
- 8.02. It shall approve the expenditure of all monies of the Society.
- 8.03. The Executive Board shall make banking arrangements with such bank or banks as it may determine, provided that cheques shall carry the signature of any two of the four Officers.
- 8.04. The Executive Board shall, subject to the directions given to it by majority vote at an Annual General Meeting or a Special Meeting properly called and constituted, has the power and authority to receive or borrow money for and on behalf of the Society in

such amounts as it thinks proper and use the same solely towards the objectives of the Society.

- 8.05. Any member of the Executive Board who fails to attend three consecutive meetings of the Executive Board shall cease to be a member of the Executive Board unless the Executive Board prior to or at the third meeting has excused such default following receipt of a written statement of his/her inability to attend.
- 8.06. Each Member of the Executive Board shall have one vote on the Executive Board. The Chair shall have no vote except in the event of a tie when he/she shall have a casting vote.
- 8.07. Questions arising at any Executive Board meeting shall be decided by a majority of votes of the Executive Board members present.
- 8.08. The Executive Board or Caretaker Board shall appoint committees as need may arise.
- 8.09. A quorum at any Board meeting shall be four Members of the Executive Board, at least one of whom shall be an Officer of the Society.
- 8.10. It shall be allowed, upon two-thirds vote of the Executive Board Members present at a meeting, to warn and/or suspend any Member(s) for a minimum of one to a maximum of five Society events for any cause that the Executive Board may deem reasonable. Such a decision to suspend shall only be made by the Executive Board after the Member(s) involved has or have been given the opportunity to be heard by the Executive Board. The Executive Board will have the final decision on whether a suspension is warranted.

Article IX – Meetings

- 9.01. The Annual General Meeting shall be held within the first three months of the calendar year. Submission of reports by Officers of the Society, Executive Board Members and Committees and the election of a new Executive Board shall take place at this Annual General Meeting.
- 9.02. The Executive Board may call Special Meetings for special purposes at such times as are thought advisable. Such Special Meetings may transact only such business as specified in the notice calling for the meeting.
- 9.03. At least two weeks' notice, specifying the place, the date, the time of an Annual General Meeting or a Special Meeting, and, the general nature of the business, shall be given to Members of the Society. All notices shall be mailed / emailed to each Member's last known mailing / email address according to the records of the Society. The non-receipt of any such notice by a Member shall not invalidate the proceedings.
- 9.04. A quorum at any Annual General Meeting or a Special Meeting shall be fifteen members in good standing present in person. If no quorum is present thirty minutes after the time fixed for commencement of the meeting, a new meeting date shall be fixed with no minimum required time for notice.
- 9.05. All votes shall be taken on a show of hands or by secret ballot.
- 9.06. The President shall preside as Chair. In the absence of the President, the Vice-President shall preside as Chair. In the absence of the President and the Vice-President, the voting Members present shall elect the Chair.

- 9.07. The Chair shall have no vote except as in the case of a tie when he/she shall have a casting vote.
- 9.08. At each Annual General Meeting, the Executive Board of the Society, shall act as, or appoint a Nominating Committee to present to the members nominations for the Executive Board for the ensuing year. In addition, nominations may be made from the floor at such meeting.
- 9.09. Notices to all Members for the Annual General Meeting as mentioned in Section 9.03 should be accompanied by an Audited / Unaudited Statement of Accounts, a detailed Agenda and the minutes of the last Annual General Meeting.

Article X – Inspection of Records

- 10.01. The books of accounts and other records of the Society may be inspected by any Member at such time and place and on such terms as the respective Executive Board may direct.

Article XI - Mandate

- 11.01. The Society may exercise all the powers conferred upon it by the Societies Act and any amendments thereto unless specifically excluded hereunder.

Article XII – Seal

- 12.01. The Seal of the Society shall be kept in the custody of such Officer of the Society or person as the Executive Board may designate and shall not be affixed to any instrument except by authority of the Executive Board and in the presence of such Officers as they may prescribe.

Article XIII – Remuneration

- 13.01. Unless authorized at any Annual General or Special Meeting, no Officer or Member of the Society shall receive any remuneration for his/her services.

Article XIV – Amendments

- 14.01. The by-laws of the Society may be rescinded, altered, amended, or changed at an Annual General Meeting or a Special Meeting of the Members of the Society by a special resolution and in compliance with the Societies Act.

14.02. An exception to Article XIV, Section 14.01 will be that the name of the Society "Edmonton Goan Association" shall not be changed.